

United States Bankruptcy Court

District of Delaware

In re

W.R. GRACE & CO., et al.,

Case No. 01-1139 (JKF)

Debtor

NOTICE OF TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Southpaw Koufax LLC

Name of Transferee

Brenda Helms

Name of Transferor

Name and Address where notices to transferee
should be sent:

Southpaw Koufax LLC
2 West Greenwich Office Park, 1st Floor
Greenwich, CT 06831
Attn: Jeff Cohen
Phone: (203) 862-6208
Last Four Digits of Acct #: _____

Court Claim # (if known): 601

Claim Amount: \$30,000.00
Date Claim Filed: 11/01/01

Phone: _____
Last Four Digits of Acct. #: _____

Name and Address where transferee payments
should be sent (if different from above)

Phone: _____
Last Four Digits of Acct #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: /s/ Jeff Cohen
Transferee/Transferee's Agent

Date: April 17, 2013

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EXHIBIT B

EVIDENCE OF TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

Claim No.: 601

For good and valuable consideration, the receipt, adequacy and sufficiency of which are hereby acknowledged, Brenda S. Helms (the "Seller") its successors and assigns, does hereby unconditionally and irrevocably sell, transfer and assign unto Southpaw Koufax, LLC its successors and assigns (the "Buyer"), all rights, title, interest, claims and causes of action in and to, or arising under or in connection with the claim in the amount of \$30,000.00 pursuant to the terms of that certain Order Approving Stipulation Resolving Claim of Brenda S. Helms (Claim No. 601) dated September 19, 2008 (the "Claim") against W.R. Grace & Co. (the "Debtor"), one of the debtors in the Chapter 11 bankruptcy case entitled *In re W.R. Grace & Co., et al.*, Case No. 01-01139 pending in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") and all Scheduled claims and proofs of claim filed by Seller in respect thereof.

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Buyer at the following address:

Southpaw Koufax LLC
2 West Greenwich Office Park, 1st Floor
Greenwich, CT 06831
Email: JC@SouthpawAsset.com
Tel: (203) 862-6208

(Remainder of page intentionally left blank)

(Signature pages to follow)

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Transfer of Claim by its duly authorized representative dated April 16, 2013.

BRENDA S. HELMS

By: Brenda S. Helms
Name:
Title:

SOUTHPAW ROUFAX, LLC

By: [Signature]
Name:
Title:

Howard Golden
Member

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
W. R. GRACE & CO., *et al.*,¹) Case No. 01-1139 (JKF)
) Jointly Administered
Debtors.)

**ORDER APPROVING STIPULATION RESOLVING
CLAIM OF BRENDA S. HELMS (CLAIM NO. 601)**

Upon consideration of the *Stipulation Resolving Claim of Brenda S. Helms (Claim No. 601)* attached hereto as Exhibit 1 (the "Stipulation") and after due deliberation and sufficient cause appearing therefore;

IT IS HEREBY ORDERED THAT:

1. The Stipulation and all of its terms are approved.
2. This Court shall retain jurisdiction to hear and determine all matters

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc., Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

arising from or in connection with the implementation, enforcement and interpretation of this
Order.

Dated: September 19, 2008

Judith K. Fitzgerald

The Honorable Judith K. Fitzgerald
United States Bankruptcy Court Judge

SAT